

1 JOSHUA H. REISMAN (NV Bar No. 7152)
2 ROBERT R. WARNS III (NV Bar No. 12123)
3 REISMAN•SOROKAC
4 8965 South Eastern Avenue, Suite 382
5 Las Vegas, NV 89123
6 Telephone: (702) 727-6258
7 Facsimile: (702) 446-6756
8 jreisman@rsnvlaw.com
9 rwarns@rsnvlaw.com

10 *Liaison Counsel for Plaintiffs*

11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA

NASSER MORADI, et al.,
Plaintiffs,
v.
SHELDON GARY ADELSON, et al.,
Defendants.

Lead Case No. 2:11-cv-00490-MMD-NJK
(Consolidated with Nos. 2:11-cv-00595 and
2:11-cv-000636)

**STIPULATION AND
ORDER REGARDING DISMISSAL OF
ACTION**

1 The Plaintiffs, individual defendants Sheldon Gary Adelson, Michael A.
2 Leven, Charles D. Forman, Irwin A. Siegel, Irwin Chafetz, George P. Koo, Jeffrey
3 H. Schwartz, Jason N. Ader and Wing T. Chao (the “Director Defendants”), and
4 nominal defendant Las Vegas Sands Corp. (“LVSC” or the “Company”)
5 (collectively, the “Parties”), by and through their undersigned counsel, hereby
6 stipulate and agree as follows:

7 WHEREAS, on April 11, 2014, this Court stayed the above-captioned
8 consolidated derivative action (the “Action”) in deference to a “nearly identical”
9 state-court derivative lawsuit¹, pursuant to the *Colorado River* doctrine, ECF No. 131
10 (the “Stay Order”) at 11;

11 WHEREAS, on January 10, 2018, the state-court dismissed the consolidated
12 derivative cases before it, with prejudice, *see* ECF Nos. 157, 158;

13 WHEREAS, without conceding any of the arguments raised in the Defendants'
14 motion to dismiss this Action, Plaintiffs, through their counsel of record and pursuant
15 to Rules 23.1(c) and 41(a) of the Federal Rules of Civil Procedure, hereby voluntarily
16 dismiss the Action;

17 WHEREAS, the Parties agree that the dismissal is not, and shall not be deemed
18 to be, an adjudication of the Action on the merits, and that each Party shall bear its,
19 his, or her own fees and costs incurred in connection with the Action;

20 WHEREAS, (i) there has been no settlement or compromise of the Action; (ii)
21 there has been no collusion among the Parties; and (iii) neither Plaintiffs nor their
22 counsel has received or will receive directly or indirectly any consideration from
23 Defendants for the dismissal; and

24 WHEREAS, the Parties submit that notice of the dismissal is unnecessary
25 given that substantially similar claims were adjudicated and dismissed in the related
26 state-court action;

27
28 ¹ *In re Las Vegas Sands Corp. Derivative Litigation*, Case No. A-11-636656-B (Dist. Ct. – Clark
Cty., Nev.).

1 NOW, THEREFORE, the undersigned parties hereby stipulate and agree, and
2 respectfully request, that the Court enter an order as follows:

- 3 1. This Action is hereby dismissed, with all parties waiving any rights to
4 appeal from any aspect of this action.
- 5 2. The Parties shall bear their own fees and costs in connection with the
6 Action.

1 DATED: May 23, 2018

REISMAN•SOROKAC

2
3 /s/ Robert R. Warns

4 Joshua H. Reisman, Bar No. 7152
5 Robert R. Warns III, Bar No. 12123
6 8965 S. Eastern Ave., Suite 382
7 Las Vegas, NV 89123

8 *Liaison Counsel for Plaintiffs*

9 **KENDALL LAW GROUP, LLP**

10 Joe Kendall (*pro hac vice*)
11 Jamie J. McKey (*pro hac vice*)
12 3811 Turtle Creek Blvd., Suite 1450
13 Dallas, TX 75219

14 *Lead Counsel for Plaintiffs*

15 DATED: May 23, 2018

MORRIS LAW GROUP

16 /s/ Steve Morris

17 Steve Morris, Bar No. 1543
18 Akke Levin, Bar No. 9102
19 Raleigh Thompson, Bar No. 11296
20 411 E. Bonneville Ave., Suite 360
21 Las Vegas, NV 89101

22 **ROBBINS, RUSSELL, ENGLERT,**
23 **ORSECK, UNTEREINER**
24 **& SAUBER LLP**

25 Richard A. Sauber (*pro hac vice*)
26 Ariel N. Lavinbuk (*pro hac vice*)
27 1801 K Street, N.W., Suite 411L
28 Washington, DC 20006

/s/ Patrick G. Byrne

SNELL & WILMER

Patrick G. Byrne, Bar No. 7636
Hughes Center
3883 Howard Hughes Pkwy., Suite 1100
Las Vegas, NV 89169

FENWICK & WEST

Susan S. Muck (*pro hac vice*)
Vincent Barredo (*pro hac vice*)
555 California St., 12th Fl.
San Francisco, CA 94104


Attorneys for Defendants

ORDER

Based on the foregoing Stipulation, and good cause appearing, IT IS HEREBY ORDERED that the Stipulation is approved and this action is ordered dismissed, with all parties waiving any rights to appeal from any aspect of this action. The Clerk is directed to close this matter and all associated cases.

It is so ORDERED.

Dated: May 23, 2018.



UNITED STATES DISTRICT JUDGE